IN THE HIGH COURT OF JUDICATURE AT BOMBAY

ORDINARY ORIGINAL CIVIL JURISDICTION

COMPANY PETITION NO.378 OF 2006

In the matter of Sections 391 to 394 of the Companies Act, 1956;

and

In the matter of Daman Auto Industries Limited;

and

In the matter of the Scheme of Amalgamation of Daman Auto Industries Limited and Remsons Auto Industries Pvt.Ltd. and Rems Auto Engineers Limited with Remsons Industries Ltd.

Daman Auto Industries Ltd. .. Petitioner

WITH

COMPANY PETITION NO.379 OF 2006

In the matter of Sections 391 to 394 of the Companies Act, 1956;

and

In the matter of Daman Auto Industries Limited;

and

In the matter of the Scheme of Amalgamation of Daman Auto Industries Limited and Remsons Auto Industries Pvt.Ltd. and Rems Auto Engineers Limited with Remsons Industries Ltd.

Remsons Auto Industries Pvt.Ltd... Petitioner

WITH

COMPANY PETITION NO.380 OF 2006

In the matter of Sections 391 to 394 of the Companies Act, 1956;

and

In the matter of Daman Auto Industries Limited;

and

In the matter of the Scheme of Amalgamation of Daman Auto Industries Limited and Remsons Auto Industries Pvt.Ltd. and Rems Auto Engineers Limited with Remsons Industries Ltd.

Rems Auto Engineers Ltd. .. Petitioner

WITH

COMPANY PETITION NO.381 OF 2006

In the matter of Sections 391 to 394 of the Companies Act, 1956;

and

In the matter of Daman Auto Industries Limited;

and

In the matter of the Scheme of Amalgamation of Daman Auto Industries Limited and Remsons Auto Industries Pvt.Ltd. and Rems Auto Engineers Limited with Remsons Industries Ltd.

Remsons Industries Limited. .. Petitioner

Mr.Yogesh Adhia for petitioner
Ms.K.V.Gautam, Dy.O.L. present in C.P.381/06
Mr.C.J.Joy with R.C.Master & M.M.Goswami i/b. Dr.T.C.Kaushik for R.D. in both.

CORAM : S.C.DHARMADHIKARI, J.

DATE : 11th August 2006.

P.C.

. These petitions seek sanction of this Court to the scheme of amalgamation.

2. The scheme has been set out in the petition with its salient features as also copies thereof annexed. Necessary particulars are furnished including those pertaining to the financial position. Meetings have been dispensed with as the consent letters are annexed to the affidavit in support.

3. The scheme has been examined by both Regional Director as also O.L. and it is pointed out that the scheme is not prejudicial to the interest of share holders, creditors and public interest.

4. O.L. report refers to scrutiny of the books of accounts as also records and papers by the Auditors and the same are annexed to the report/affidavit of O.L. Auditors have given the opinion that the on verification of the accounts and other documents, the scheme does not appear to be prejudicial to public at large, share

holders and creditors.

5. In the light of the above, all the petitions are made absolute in terms of prayer clauses (a) to (g).

6. Cost of Regional Director and O.L. quantified at Rs.2500/- each.

7. Drawn up order dispensed with. All concerned to act on an authenticated copy of this order duly authenticated by Company Registrar.

(S.C.Dharmadhikari, J)